

(6) A statement that the corporation is a close corporation which has no board of directors satisfies any requirement that an instrument filed with the Department contain a statement that a specified action was taken by the board of directors;

(7) The special liabilities imposed on directors by §§ 2-315(b), (c), and (d) [, and 2-416] of this article and the provisions of §§ 2-315(e) AND (F) [,] AND 2-410 [, and 2-417] of this article apply to the stockholders of the corporation and, for this purpose, "present" in § 2-410 of this article means present in person or by proxy; and

(8) A stockholder is not liable for any action taken as a result of a vote of the stockholders, unless he was entitled to vote on the action.

4-601.

A consolidation, merger, SHARE EXCHANGE, or transfer of assets of a close corporation shall be made in accordance with the provisions of Title 3 of this article. However, approval of [the proposed transaction] A PROPOSED CONSOLIDATION OR MERGER, A TRANSFER OF ITS ASSETS, OR AN ACQUISITION OF ITS STOCK IN A SHARE EXCHANGE requires the affirmative vote of every stockholder of the corporation.

5-117.

If all stockholders of a professional corporation fail at one time to be licensed in the professional service for which the corporation is organized, the corporation may no longer operate or be treated as a professional corporation, but is to operate and be treated as a corporation under the [general corporation laws of this article] MARYLAND GENERAL CORPORATION LAW.

5-201.

The provisions of [this article governing corporations in general] THE MARYLAND GENERAL CORPORATION LAW apply to nonstock corporations unless:

(1) The context of the provisions clearly requires otherwise; or

(2) Specific provisions of this subtitle or other subtitles governing specific classes of corporations provide otherwise.

5-208.

(a) Except as otherwise provided in this section, THE dissolution OR FORFEITURE OF THE CHARTER of a nonstock corporation shall be effected as provided in Title 3 of this article. In dissolution OF CN FORFEITURE